

Received SEC

OCT 20 2008

Washington, DC 20549

NASDAQTHE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
8800 BLACKWELL ROAD
BELLVILLE, MISSOURI

08060198

CERTINAS
001-13677Gary Sundick
Vice President
Listing QualificationsBy Facsimile and First Class Mail

October 20, 2008

Ms. Cecile Peters
Chief, IT Services
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

PROCESSED

OCT 21 2008

THOMSON REUTERS

Dear Ms. Peters:

This is to certify that on October 20, 2008 The Nasdaq Stock Market (the "Exchange") received from Mid Penn Bancorp, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, \$1.00 par value

We further certify that the security described above have been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

END